

**Secretary of State****LLC-5****Application to Register a Foreign Limited Liability Company (LLC)**

202028310046

FILED
Secretary of State
State of California

OCT 08 2020

IMPORTANT — Read Instructions before completing this form.

Must be submitted with a current Certificate of Good Standing issued by the government agency where the LLC was formed. See Instructions.

Filing Fee — \$70.00**Copy Fees** — First page \$1.00; each attachment page \$0.50;
Certification Fee — \$5.00Note: Registered LLCs in California may have to pay minimum \$800 tax to the California Franchise Tax Board each year. For more information, go to <https://www.ftb.ca.gov>.

This Space For Office Use Only

1a. LLC Name (Enter the exact name of the LLC as listed on your attached Certificate of Good Standing.)

Vroom Logistics, LLC

1b. California Alternate Name, if Required (See Instructions — Only enter an alternate name if the LLC name in 1a not available in California.)**2. LLC History** (See Instructions — Ensure that the formation date and jurisdiction match the attached Certificate of Good Standing.)**a. Date LLC was formed in home jurisdiction (MM/DD/YYYY)**

7 / 31 / 2020

b. Jurisdiction (State, foreign country or place where this LLC is formed.)

DE

c. Authority Statement (Do not alter Authority Statement)

This LLC currently has powers and privileges to conduct business in the state, foreign country or place entered in Item 2b.

3. Business Addresses (Enter the **complete** business addresses. Items 3a and 3b cannot be a P.O. Box or "in care of" an individual or entity.)**a. Street Address of Principal Executive Office - Do not enter a P.O. Box**

1375 Broadway

City (no abbreviations)

New York

State

NY

Zip Code

10018

b. Street Address of Principal Office in California, if any - Do not enter a P.O. Box**City (no abbreviations)****State**

CA

Zip Code**c. Mailing Address of Principal Executive Office, if different than Item 3a****City (no abbreviations)****State****Zip Code****4. Service of Process** (Must provide either Individual **OR** Corporation.)**INDIVIDUAL** — Complete Items 4a and 4b only. Must include agent's full name and California street address.**a. California Agent's First Name (if agent is not a corporation)****Middle Name****Last Name****Suffix****b. Street Address (if agent is not a corporation) - Do not enter a P.O. Box****City (no abbreviations)****State**

CA

Zip Code**CORPORATION** — Complete Item 4c only. Only include the name of the registered agent Corporation.**c. California Registered Corporate Agent's Name (if agent is a corporation) — Do not complete Item 4a or 4b**

Corporation Service Company Which Will Do Business In California As CSC - Lawyers Incorporating Service

5. Read and Sign Below (See Instructions. Title not required.)

By signing, I affirm under penalty of perjury that the information herein is true and correct and that I am authorized to sign on behalf of the foreign LLC.

Signature

David Jones

Type or Print Name

Delaware

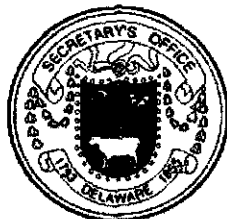
The First State

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I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VROOM LOGISTICS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF OCTOBER, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VROOM LOGISTICS, LLC" WAS FORMED ON THE THIRTY-FIRST DAY OF JULY, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



3355282 8300

SR# 20207627958

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203787843

Date: 10-02-20

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